

EXHIBIT 2

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OAKLAND

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 22 NETLIST, INC.

23 UNITED STATES DISTRICT COURT
 24 NORTHERN DISTRICT OF CALIFORNIA
 25 OAKLAND DIVISION

26 NETLIST, INC., a Delaware Corporation,

27 Plaintiff,

28 vs.

GOOGLE INC., a Delaware Corporation,
 Defendant.

CASE NO.

COMPLAINT FOR PATENT
 INFRINGEMENT

[DEMAND FOR JURY TRIAL]

Complaint for Patent Infringement

COPY

1 Plaintiff Netlist, Inc. ("Netlist" or "Plaintiff") as and for its Complaint against
2 Defendant Google Inc. ("Google" or "Defendant") alleges as follows:

3 **JURISDICTION AND VENUE**

4 1. This Complaint arises under the patent laws of the United States, 35 U.S.C. §
5 1, et seq., including but not limited to 35 U.S.C. § 271.

6 2. This Court has subject matter jurisdiction over this action pursuant to 28
7 U.S.C. §§ 1331 and 1338(a).

8 3. Venue is proper in this district pursuant to 28 U.S.C. §1400(b) because the
9 defendant has a regular and established place of business in this District and the acts of
10 infringement occurred in this District and elsewhere.

11 **PARTIES**

12 4. Netlist is a corporation organized and existing under the laws of the state of
13 Delaware, authorized to do business in the state of California, with its principal place of
14 business at 51 Discovery in Irvine, California 92618.

15 5. On information and belief, Google is a corporation organized and existing
16 under the laws of the state of Delaware, authorized to do business in the state of California,
17 with its principal place of business at 1600 Amphitheatre Parkway, Mountain View,
18 California 94043.

19 **INTRADISTRICT ASSIGNMENT**

20 6. Under Civil Local Rules 3-2(c) and 3-5, this action, being an action for
21 patent infringement, is appropriate for assignment on a district-wide basis.

22
23 **FACTS RELEVANT TO THE CLAIM**

24 7. Netlist provides computer memory modules and technology to major
25 computer manufacturers and users. Netlist pioneered ideas such as embedding passives
26 into printed circuit boards to free up board real estate, doubling densities via 4-rank double
27

1 data rate (DDR) technology, and other off-chip technology advances that result in
2 improved performance and lower costs compared to conventional memory.

3 8. Prior to 2004, Netlist invested significant research and development time and
4 money in technology that would make computer memory modules less expensive and
5 more energy-efficient. In mid-2005, realizing that it had made significant advances on
6 both fronts, Netlist filed the application that led to the issuance of United States Patent No.
7 7,619,912 (the “‘912 Patent”), entitled Memory Module Decoder on November 17, 2009.
8 The ‘912 Patent is directed to memory modules with a logic element that overcomes
9 computer system limitations that would otherwise constrain the memory module
10 architectures with which the computer system can operate. As a result, the claimed
11 memory modules effectively increase the memory capacity and improve the energy
12 efficiency of the computers in which they reside. Netlist is the owner of the entire right,
13 title, and interest in and to the ‘912 Patent. A true and correct copy of the ‘912 Patent is
14 attached hereto as Exhibit 1.

15 9. Google has sold, offered to sell, made, and/or used computer memory
16 modules that incorporate the Netlist technology claimed in the ‘912 Patent, and has
17 contributed to the infringement of the ‘912 Patent claims by others and/or induced others
18 to infringe the ‘912 Patent claims. Google’s acts of infringement of the ‘912 Patent
19 include without limitation its use of 4-Rank Fully Buffered Dual In-Line Memory Modules
20 (4-Rank FBDIMMs) in its server computers.

21 **CLAIM FOR PATENT INFRINGEMENT**
22 **(35 U.S.C. § 271)**

23 10. Plaintiff realleges the allegations of Paragraphs 1 through 9 as though fully
24 set forth herein.

25 11. In violation of 35 U.S.C. § 271, Google has infringed and continues to
26 infringe; has contributorily infringed and continues to contributorily infringe; and/or has
27 induced and continues to induce others to infringe, one or more claims of the ‘912 Patent.

1 Google's infringing activities in the United States and this District include its use of 4-
2 Rank FBDIMMs in its server computers and contributing to and/or inducing others to
3 make, use, sell, and/or offer for sale such 4-Rank FBDIMMs, and/or components thereof
4 which lack any substantial non-infringing use.

5 12. On information and belief, Google's infringement has been, and continues to
6 be, willful and deliberate, and has caused substantial damage to Netlist.

7 13. On information and belief, Google's infringement is in violation of the patent
8 laws and will continue to injure Netlist unless otherwise enjoined by this Court.

9
10 **PRAYER FOR RELIEF**

11 WHEREFORE, Netlist prays for the following relief:

12 1. That the Court render judgment declaring that Google has infringed,
13 contributorily infringed and induced the infringement of the '912 Patent in violation of 35
14 U.S.C. § 271;

15 2. That the Court render judgment declaring that Google's infringement of the
16 '912 patent is willful and deliberate;

17 3. That Netlist be awarded damages adequate to compensate Netlist for
18 Google's infringement of the '912 Patent;

19 4. That the Court preliminarily and permanently enjoin Google, its successors,
20 assigns, subsidiaries and transferees, officers, directors, agents and employees as follows:

21 a. from selling or offering for sale any product falling within the scope
22 of the claims of the '912 Patent;

23 b. from importing any product into the United States which falls within
24 the scope of the '912 Patent;

25 c. from manufacturing any product falling within the scope of the claims
26 of the '912 Patent;

1 d. from using any product or method falling within the scope of any of
2 the claims of the '912 Patent;

3 e. from inducing others to infringe any of the claims of the '912 Patent;

4 f. from engaging in acts constituting contributory infringement of any of
5 the claims of the '912 Patent; and

6 g. from all other acts of infringement of any of the claims of the '912
7 Patent.

8 5. That the Court award treble damages to Netlist for the unlawful practices
9 described in this Complaint;

10 6. That the Court enter judgment against Google for the maximum penalties
11 determined by the Court to be just and proper;

12 7. That the Court render judgment declaring this to be an exceptional case;

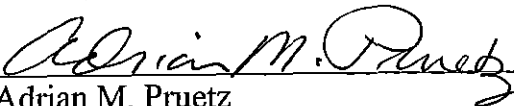
13 8. That Netlist be awarded its costs of suit, including reasonable attorneys' fees;
14 and

15 9. That Netlist be awarded such other and further relief as the Court deems just
16 and proper.

17
18
19 DATED: December 3, 2009

PRUETZ LAW GROUP LLP

20
21 By:



22 Adrian M. Pruetz
23 Attorneys for Plaintiff
24 Netlist, Inc.
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JURY TRIAL DEMAND

Plaintiff requests a trial by jury on all issues and claims so triable.

DATED: December 3 , 2009

PRUETZ LAW GROUP LLP

By:


Adrian M. Pruetz
Attorneys for Plaintiff
Netlist, Inc.